

48-3a-905 Activities not constituting doing business.

- (1) Activities of a foreign limited liability company which do not constitute doing business in this state under this part include:
 - (a) maintaining, defending, mediating, arbitrating, or settling an action or proceeding;
 - (b) carrying on any activity concerning its internal affairs, including holding meetings of its members or managers;
 - (c) maintaining accounts in financial institutions;
 - (d) maintaining offices or agencies for the transfer, exchange, and registration of the securities of the foreign limited liability company or maintaining trustees or depositories with respect to those securities;
 - (e) selling through independent contractors;
 - (f) soliciting or obtaining orders by any means if the orders require acceptance outside this state before they become contracts;
 - (g) creating or acquiring indebtedness, mortgages, or security interests in property;
 - (h) securing or collecting debts or enforcing mortgages or security interests in property securing the debts and holding, protecting, or maintaining property;
 - (i) conducting an isolated transaction that is not in the course of similar transactions;
 - (j) owning, without more, property; and
 - (k) doing business in interstate commerce.
- (2) A person does not do business in this state solely by being a member or manager of a foreign limited liability company that does business in this state.
- (3) This section does not apply in determining the contacts or activities that may subject a foreign limited liability company to service of process, taxation, or regulation under law of this state other than this chapter.

Enacted by Chapter 412, 2013 General Session